



**ZUCKERMAN SPAEDER LLP**

1185 AVENUE OF THE AMERICAS 31ST FLOOR  
NEW YORK, NY 10036-2603  
212.704.9600 212.704.4256 fax www.zuckerman.com

PAUL SHECHTMAN  
Partner  
(646) 746-8657  
pshechtman@zuckerman.com

**VIA ECF & EMAIL**

October 3, 2014

The Honorable Richard J. Sullivan  
U.S. District Court for the Southern  
District of New York  
40 Foley Square  
New York, New York 10007

Re: *CVR Energy, Inc., v. Wachtell, Lipton, Rosen & Katz, et al., 1:14-cv-06566-RJS*

Dear Judge Sullivan:

We write on behalf of defendants to inform the Court of a ruling in the related action pending in New York Supreme Court. CVR had moved to dismiss Count One of that action, in which Wachtell Lipton seeks declaratory relief with respect to CVR's claims of professional negligence arising out of Wachtell Lipton's representation. CVR based its motion to dismiss on the pendency of the action in this Court. On October 2, Justice Sherwood rejected CVR's arguments and denied the motion to dismiss. We attach a copy of the Supreme Court decision for the Court's convenience.

In his decision, Justice Sherwood agreed with Wachtell Lipton that "[t]here are efficiencies to be gained by keeping count one in this court." Op. at 3. Justice Sherwood found that the state case "is more advanced and the malpractice claim overlaps with the claim for abuse of process," which claim can be litigated only in state court. *Id.* Moreover, Justice Sherwood noted that "this court is already familiar with many of the facts and documents related to the underlying transaction as a result of pendency of the Bank Actions before it." *Id.*

We look forward to addressing these issues in the October 8 Conference before the Court.



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Respectfully submitted,

A handwritten signature in blue ink that reads "P. Shechtman /mg". The signature is fluid and cursive, with a large initial "P" and a stylized "mg" at the end.

Paul Shechtman

Encl.

PS:wr

cc: Herbert Beigel, Esq. (by e-mail)  
Robert R. Viduvich, Esq. (by e-mail)